

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	:	Chapter 11
	:	
W.R. GRACE & CO., <i>et al.</i> ,	:	Case No. 01-1139 (JKF)
	:	(Jointly Administered)
	:	
Debtors.	:	
	:	
	:	

**BNSF RAILWAY COMPANY’S DESIGNATION OF RECORD  
AND STATEMENT OF ISSUES ON APPEAL**

Appellant, BNSF Railway Company (“BNSF”), in accordance with Fed. R. Bankr. P. 8006, designates the following documents to be included in the record on appeal, and also submits the following statement of issues to be presented in connection with the appeal from the Order Pursuant to Sections 105, 363, 1107, and 1108 of the Bankruptcy Code and Rules 2002, 6004, 9014, and 9019 of the Federal Rules of Bankruptcy Procedure, Approving the Settlement Agreement Between W. R. Grace & Co. and the CNA Companies, as entered by the Bankruptcy Court in these proceedings on January 22, 2011 (D.I. 26106).

I. STATEMENT OF ISSUES ON APPEAL

1. Did the Bankruptcy Court err by finding that BNSF Railway Company did not have rights in the “Subject Policies” (as defined in the Settlement Agreement) and as a result, BNSF’s rights could be compromised without its consent?

2. Did the Bankruptcy Court err by finding that the Settlement Agreement was fair and equitable as to BNSF Railway Company?

3. Did the Bankruptcy Court err by approving as adequate the consideration to be paid by the CNA Companies to the Debtors, but without first determining whether the “failure to warn” claims asserted against the CNA Companies would also be compromised by the

Settlement Agreement and included in the Bankruptcy Code Section 524(g) channeling injunction?

4. Did the Bankruptcy Court err by refusing to consider, in connection with the approval of the CNA Settlement Agreement, whether the CNA Companies were entitled to a channeling injunction in accordance with Section 524(g), where the confirmation hearing had been previously concluded and the record closed, and without reopening the confirmation hearing?

5. Did the Bankruptcy Court err by finding that the consideration provided by the CNA Companies was within the fair settlement value of the claims, even though no evidence was provided regarding the value of the “failure to warn” claims asserted directly against the CNA Companies?

6. Did the Bankruptcy Court err by finding that the consideration provided by the CNA Companies provided just compensation to the holders of “failure to warn” claims when no evidence was provided regarding the value of the “failure to warn” claims asserted directly against the CNA Companies?

7. Did the Bankruptcy Court err by finding that the settlement agreement was fair and equitable in light of the consideration provided by the CNA Companies in accordance with Bankruptcy Code Section 524(g)(4)(B)(ii) when no evidence was provided regarding the value of the “failure to warn” claims asserted directly against the CNA Companies?

8. Did the Bankruptcy Court err by finding that the Settlement Agreement provided just compensation to the “failure to warn” claimants where the cash payment to be provided by the CNA Companies was earmarked not for such claimants, but, instead, will be distributed *pro rata* to all holders of asbestos personal injury claims against the Debtors?

9. Did the Bankruptcy Court err by finding that the issuance of the Bankruptcy Code Section 524(g)(4)(B)(ii) channeling injunction in favor of the CNA Companies

was fair and equitable to the holders of “failure to warn” claims directly against the CNA

Companies, where the cash payment to be provided by the CNA Companies is not earmarked for such claimants, but, instead, will be distributed *pro rata* to all holders of asbestos personal injury claims against the Debtors?

## II. DESIGNATION OF RECORD ON APPEAL

BNSF Railway Company hereby designate the following items to be included in the record on appeal:

1	12/22/2008	20309	Objection to Confirmation of Plan Filed by BNSF Railway Company
2	05/20/2009	21769	Objection Of BNSF Railway Company To Confirmation Of The First Amended Chapter 11 Plan Of W.R. Grace & Co., Et Al., The Official Committee Of Asbestos Personal Injury Claimants, The Asbestos PI Future Claimants' Representative, And The Official Committee Of Equity Security Holders Dated February 3, 2009
3	07/13/2009	22410	Document Filed Under Seal - Trial Brief Of BNSF Railway Company Objecting To Confirmation Of The First Amended Chapter 11 Plan Of W.R. Grace & Co., Et Al., The Official Committee Of Asbestos Personal Injury Claimants, The Asbestos PI Future Claimants' Representative, And The Official Committee Of Equity Security Holders Dated February 3, 2009
4	07/20/2009	22526	Pre-Trial Submission of BNSF Railway Company
5	11/18/2010	25776	Motion to Approve Compromise under Rule 9019 / Motion Pursuant to Sections 105, 363, 1107 and 1108 of the Bankruptcy Code and Rules 2002, 6004, 9014 and 9019 of the Federal Rules of Bankruptcy Procedure for an Order Approving the Settlement Agreement Between W.R. Grace & Co. and the CNA Companies.
6	12/07/2010	25877	Notice of Service of Discovery: (1) Request for Production of Documents to The CNA Companies and (2) Request for Production of Documents to the Debtors W.R. Grace & Co., et al.
7	12/23/2010	25954	Objection of BNSF Railway Company to Debtors' Motion Pursuant to Sections 105, 363, 1107 and 1108 of the Bankruptcy Code and Rules 2002, 6004, 9014, and 9019 of the Federal Rules of Bankruptcy Procedure for an Order Approving the Settlement Between W.R. Grace & Co. and The CNA Companies
8	12/23/2010	25955	Objection to Debtors' Motion to Approve Settlement with the CNA Companies Filed by Libby Claimants

9	01/03/2011	25997	Motion for Leave to File Reply to Objections of the Libby Claimants and BNSF Railway to Debtors' Motion for an Order Approving the Settlement with the CNA Companies. Filed by W.R. Grace & Co., et al.
10	01/03/2011	25998	Motion for Leave -- CNA Companies' Motion for Leave to File Reply in Support of the Debtors' Motion for an Order Approving the Settlement Between W.R. Grace & Co. and the CNA Companies Pursuant to Sections 105, 363, 1107, and 1108 of the Bankruptcy Code and Rules 2002, 6004, 9014, and 9019 of the Federal Rules of Bankruptcy Procedure
11	01/03/2011	26004	Joinder of David T. Austern, Asbestos PI Future Claimants' Representative, and the Official Committee of Asbestos Personal Injury Claimants in Debtors' Motion for an Order Approving Settlement Agreement and Mutual Release with the CNA Companies and Debtors' Reply to Objections of the Libby Claimants and BNSF Railway
12	01/06/2011	26033	Order Granting Debtors' Motion for Leave to File Reply to Objections of the Libby Claimants and BNSF Railway to Debtors' Motion for an Order Approving the Settlement with the CNA Companies
13	01/06/2011	26039	Reply (Debtors') to Objection of the Libby Claimants and of BNSF Railway to Debtors' Motion for an Order Approving the Settlement Agreement and Mutual Release with the CNA Companies
14	01/07/2011	26046	Order Granting CNA Companies' Motion for Leave to File Reply in Support of the Debtors' Motion for an Order Approving the Settlement Between W.R. Grace & Co. and the CNA Companies
15	01/07/2011	26048	Reply Memorandum of the CNA Companies in Support of the Debtors' Motion for an Order Approving the Settlement Between W.R. Grace & Co. and the CNA Companies
16	01/19/2011	26088	Certification of Counsel Regarding Order on Debtors' Motion for Approval of Settlement Agreement with the CNA Companies. Filed by W.R. Grace & Co., et al
17	01/20/2011	26100	Certification of Counsel For BNSF Railway Company Regarding Order On Debtors' Motion For Approval Of Settlement Agreement With The CNA Companies
18	01/20/2011	26101	Certification of Counsel Regarding Order on Debtors' Motion for Approval of Settlement Agreement with the CNA Companies Filed by Libby Claimants
19	01/22/2011	26106	Order Pursuant to Sections 105, 363, 1107, and 1108 of the Bankruptcy Code and Rules 2002, 6004, 9014, and 9019 of the Federal Rules of Bankruptcy Procedure Approving the Settlement Agreement Between W. R. Grace & Co. and the CNA Companies
20	01/24/2011	26108	Transcript regarding Hearing Held 1/10/2011

<b>Confirmation Trial Exhibit (BNSF)</b>	<b>Bates No. (BURL)</b>	<b>Exhibit Description</b>
BNSF1A	1A to 3A	Agreement between The Great Northern Railway Company (“GN”) and The Zonolite Company (“Zonolite”), dated August 2, 1938
BNSF1B	1B to 3B	Agreement between The Great Northern Railway Company and The Zonolite Company dated August 2, 1938
BNSF2A	4A to 6A	Agreement between GN and Zonolite, dated October 10, 1938
BNSF2B	4B to 6B	Agreement between GN and Zonolite, dated October 10, 1938
BNSF3A	7A to 8A	Agreement between GN and Universal Zonolite Insulation Company dated May 24, 1941
BNSF3B	7B to 8B	Agreement between GN and Universal Zonolite Insulation Company (“Universal Zonolite”), dated May 24, 1941
BNSF4A	9A to 11A	Agreement between GN and Zonolite, dated September 15, 1942
BNSF4B	9B to 11B	Agreement between GN and Zonolite, dated September 15, 1942
BNSF5A	12A to 15A	Agreement between GN and Universal Zonolite, dated December 15, 1942
BNSF5B	12B to 15B	Agreement between GN and Universal Zonolite, dated December 15, 1942
BNSF6A	16A to 18A	Agreement between GN and Universal Zonlite, dated June 30, 1944
BNSF6B	16B to 18B	Agreement between GN and Universal Zonlite, dated June 30, 1944
BNSF7A	19A to 22A	Agreement between GN and Zonolite, dated April 20, 1950
BNSF7B	19B to 22B	Agreement between GN and Zonolite, dated April 20, 1950
BNSF8A	23A to 24A	Agreement between GN and Zonolite, dated October 12, 1950
BNSF8B	23B to 24B	Agreement between GN and Zonolite, dated October 12, 1950
BNSF9A	25A	Agreement between GN and Zonlite, dated December 3, 1956
BNSF9B	25B	Agreement between GN and Zonlite, dated December 3, 1956
BNSF10A	26A to 27A	Agreement between Zonolite and W.R. Grace & Co., dated April 16, 1963
BNSF10B	26B to 27B	Agreement between Zonolite and W.R. Grace & Co., dated April 16, 1963
BNSF11	28A to 30A	Agreement between GN and Zonlite Division, W.R. Grace & Co., dated October 5, 1965
BNSF12A	31A to 33A	Agreement between Burlington Northern Inc. and W.R. Grace & Co., dated April 1, 1974
BNSF12B	31B to 33B	Agreement between Burlington Northern Inc. and W.R. Grace & Co., dated April 1, 1974

Confirmation Trial Exhibit (BNSF)	Bates No. (BURL)	Exhibit Description
BNSF13A	34A to 36A	Agreement between Burlington Northern Railroad Company, W.R. Grace & Co. – Conn., and City of Libby Montana, dated December 18, 1995.
BNSF13B	34B to 36B	Agreement between Burlington Northern Railroad Company, W.R. Grace & Co. – Conn., and City of Libby Montana, dated December 18, 1995.
BNSF 85	3608-3623	Second Amended Complaint and Demand for Jury Trial of Richard R. Torgerson, et al. v. State of Montana, et al.
BNSF 86	3624-3643	Amended Complaint and Demand for Trial by Jury of Richard R. Torgerson, et al. v. International Paper Company, et al.
BNSF 87	3644-3664	Third Amended Complaint and Demand for Jury Trial of Kay and Richard Vinson, et al. v. State of Montana, et al.
BNSF 88	3665-3684	Amended Complaint and Demand for Jury Trial of Kay and Richard Vinson, et al. v. State of Montana, et al.
BNSF 89	3685-3725	Second Amended Complaint and Jury Demand of Patricia Youso, et al. v. BNSF Railway Company, et al.
BNSF 90	3726-3749	Complaint and Jury Demand of Joseph Youso, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 91	3750-3767	Complaint and Jury Demand of Debbie Zahner v. W.R. Grace & Company, et al.
BNSF 92	3768-3784	Complaint and Demand for Jury Trial of Robert M. and Georgiana Edwards, et al. v. State of Montana, et al.
BNSF 93	3785-3801	Complaint and Demand for Jury Trial of Arthur and Ursula Farmer, et al. v. State of Montana, et al.
BNSF 94	3802-3812	Complaint and Demand for Trial by Jury of Nancy H. and James A. Adams, et al. v. International Paper Company, et al.
BNSF 95	3813-3827	Complaint and Demand for Trial by Jury of Ellen A. Adkins, et al. v. International Paper Company, et al.
BNSF 96	3828-3845	Amended Complaint and Demand for Trial by Jury of Ellen A. Adkins, et al. v. International Paper Company, et al.
BNSF 97	3846-3859	Complaint and Jury Demand of Rose M. Allenberg, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 98	3860-3880	Complaint and Jury Demand of Arnold Kelley, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 99	3881-3905	Summons of Betsy Arnold, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 100	3906-3910	Complaint of Robert R. and Donna M. Barnes v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 101	3911-3929	Third Amended Complaint of Robert R. and Donna M. Barnes v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 102	3930-3951	Amended Complaint and Jury Demand of G. Neil Bauer v. Burlington Northern Santa Fe Railway Company, et al.

Confirmation Trial Exhibit (BNSF)	Bates No. (BURL)	Exhibit Description
BNSF 103	3952-3963	Complaint and Demand for Trial by Jury of Raymond Bergroos, et al. v. International Paper Company, et al.
BNSF 104	3964-3978	Complaint and Demand for Jury Trial of Alan G. Bitterman, et al. v. State of Montana, et al.
BNSF 105	3979-3998	First Amended Complaint and Demand for Jury Trial of Alan G. Bitterman, et al. v. State of Montana, et al.
BNSF 106	3999-4013	Second Amended Complaint and Demand for Jury Trial of Frank D. Bolles, et al. v. State of Montana, et al.
BNSF 107	4014-4031	Amended Complaint and Demand for Jury Trial of Frank D. Bolles, et al. v. State of Montana, et al.
BNSF 108	4032-4050	Complaint and Demand for Jury Trial of Frank D. Bolles, et al. v. State of Montana, et al.
BNSF 109	4051-4071	Amended Complaint and Jury Demand of Linda Bradley, et al. v Burlington Northern Santa Fe Railway Company, et al.
BNSF 110	4072-4092	Complaint and Jury Demand of Linda Bradley, et al. v Burlington Northern Santa Fe Railway Company, et al.
BNSF 111	4093-4108	Second Amended Complaint and Demand for Jury Trial of Eunice L. Burrese, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 112	4109-4129	Third Amended Complaint and Demand for Jury Trial of Eunice L. Burrese, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 113	4130-4141	Complaint and Demand for Jury Trial of Sharon Burton, et al. v. State of Montana, et al.
BNSF 114	4142-4159	Amended Complaint and Demand for Jury Trial of Sharon Burton, et al. v. State of Montana, et al.
BNSF 115	4160-4174	Complaint and Demand for Jury Trial of Dan C. Busby, et al. v. State of Montana, et al.
BNSF 116	4175-4190	Amended Complaint and Demand for Jury Trial of Dan B. Busby, et al. v. State of Montana, et al.
BNSF 117	4191-4211	Amended Complaint and Jury Demand of Bethene Candee, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 118	4212-4232	Complaint and Jury Demand of Bethene Candee, et al. v. W.R. Grace & Company, et al.
BNSF 119	4233-4255	Summons of Mike Carlberg, et al v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 120	4256-4269	Complaint and Jury Demand of David N. Carlson v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 121	4270-4289	Amended Complaint and Demand for Jury Trial of Bruce A. Carrier, et al. v. State of Montana, et al.
BNSF 122	4290-4306	Complaint and Demand for Jury Trial of Bruce A. Carrier, et al. v. State of Montana, et al.
BNSF 123	4307-4328	Third Amended Complaint and Demand for Jury Trial of Betty P. Challinor, et al. v. State of Montana, et al.

Confirmation Trial Exhibit (BNSF)	Bates No. (BURL)	Exhibit Description
BNSF 124	4329-4351	Amended Complaint and Demand for Jury Trial of Betty P. Challinor, et al v. State of Montana, et al.
BNSF 125	4352-4369	Second Amended Complaint and Demand for Jury Trial of Betty P. Challinor, et al. v. State of Montana, et al.
BNSF 126	4370-4391	Complaint and Demand for Jury Trial of Betty P. Challinor, et al. v. State of Montana, et al.
BNSF 127	4392-4413	Complaint and Jury Demand of Cheryl Chandler, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 128	4414-4429	Complaint and Demand for Jury Trial of Fred E. Chase, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 129	4430-4450	Second Amended Complaint and Demand for Jury Trial of Fred E. Chase, et al. v. BNSF Railway Company, et al.
BNSF 130	4451-4470	Amended Complaint and Demand for Jury Trial of Fred E. Chase, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 131	4471-4492	Complaint and Jury Demand of David Christiansen, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 132	4493-4512	Amended Complaint and Jury Demand of Thomas J. Cole, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 133	4513-4533	Amended Complaint and Jury Demand of Myra E. Cole v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 134	4534-4546	Complaint and Demand for Trial by Jury of Joseph A. Daniels, et al. v. International Paper Company, et al.
BNSF 135	4547-4553	Complaint and Demand for Jury Trial of Paul DeKaye, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 136	4554-4568	Amended Complaint and Demand for Jury Trial of Lois D. Dickerman, et al. v. State of Montana, et al.
BNSF 137	4569-4582	Complaint and Demand for Jury Trial of Lois D. Dickerman, et al. v. State of Montana, et al.
BNSF 138	4583-4599	Complaint and Demand for Jury Trial of Robert M. Edwards, et al. v. State of Montana, et al.
BNSF 139	4600-4614	Amended Complaint and Demand for Jury Trial of Robert M. Edwards, et al. v. State of Montana, et al.
BNSF 140	4615-4632	Complaint and Demand for Trial by Jury of Duane R. Erickson, et al. v. State of Montana, et al.
BNSF 141	4633-4655	Amended Complaint and Demand for Trial by Jury of Duane R. Erickson, et al. v. State of Montana, et al.
BNSF 142	4656-4680	Amended Complaint and Jury Demand of Albert J. Fantozzi v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 143	4681-4697	Complaint and Demand for Jury Trial of Arthur Farmer, et al. v. State of Montana, et al.
BNSF 144	4698-4716	Second Amended Complaint and Demand for Jury Trial of



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		Arthur Farmer, et al. v. State of Montana, et al.
BNSF 145	4717-4731	Amended Complaint and Demand for Jury Trial of Arthur Farmer, et al. v. State of Montana, et al.
BNSF 146	4732-4752	Complaint and Jury Demand of Frank Filopoulos v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 147	4753-4773	Complaint and Jury Demand of Geraldine Fletcher, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 148	4774-4788	Complaint and Demand for Jury Trial of Bruce E. Foss, et al. v. State of Montana, et al.
BNSF 149	4789-4807	Amended Complaint and Demand for Jury Trial of Bruce E. Foss, et al. v. State of Montana
BNSF 150	4808-4820	Complaint and Jury Demand of Dwayne Galbreth v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 151	4821-4838	Complaint and Demand for Trial by Jury of Blake Gardiner, et al. v. International Paper Company, et al.
BNSF 152	4839-4857	Complaint and Jury Demand of Charlene Garrison, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 153	4858-4872	Complaint and Demand for Jury Trial of Daniel R. Goyen, et al. v. State of Montana, et al.
BNSF 154	4873-4887	Amended Complaint and Demand for Jury Trial of Daniel R. Goyen, et al. v. State of Montana, et al.
BNSF 155	4888-4902	Amended Complaint and Demand for Jury Trial of Daniel R. Goyen, et al. v. State of Montana, et al.
BNSF 156	4903-4917	Complaint and Demand for Jury Trial of Daniel R. Goyen, et al. v. State of Montana, et al.
BNSF 157	4918-4936	Complaint and Jury Demand of Mary A. Graham, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 158	4937-4958	Amended Complaint and Jury Demand of Alice Grunerud v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 159	4959-4979	Complaint and Jury Demand of Alice Grunerud v. W. R. Grace & Company (Connecticut), et al.
BNSF 160	4980-5000	Amended Complaint and Demand for Jury Trial of Clinton Hagen, et al. v. State of Montana, et al.
BNSF 161	5001-5021	Complaint and Demand for Jury Trial of Clinton Hagen, et al. v. State of Montana, et al.
BNSF 162	5022-5042	Complaint and Demand for Jury Trial of Doug E. Hale, et al. v. State of Montana, et al.
BNSF 163	5043-5057	Amended Complaint and Demand for Jury Trial of Arthur E. Hall, et al v. State of Montana, et al.
BNSF 164	5058-5072	Complaint and Demand for Jury Trial of Arthur E. Hall, et al. v. State of Montana, et al.
BNSF 165	5073-5092	Second Amended Complaint and Demand for Jury Trial of Caroline Hamann, et al. v. State of Montana, et al.
BNSF 166	5093-5108	Amended Complaint and Demand for Jury Trial of Caroline Hamann, et al. v. State of Montana, et al.
BNSF 167	5109-5129	Complaint and Demand for Jury Trial of Caroline Hamann,

Confirmation Trial Exhibit (BNSF)	Bates No. (BURL)	Exhibit Description
		et al. v. State of Montana, et al.
BNSF 168	5130-5144	Complaint and Demand for Jury Trial of Frances M. Harshaw, et al. v. State of Montana, et al.
BNSF 169	5145-5163	Amended Complaint and Demand for Jury Trial of Frances M. Harshaw, et al. v. State of Montana, et al.
BNSF 170	5164-5184	Second Amended Complaint and Demand for Jury Trial of Stuart A. Hart, et al. v. State of Montana, et al.
BNSF 171	5185-5200	Amended Complaint and Demand for Jury Trial of Stuart A. Hart, et al. v. State of Montana, et al.
BNSF 172	5201-5216	Complaint and Demand for Jury Trial of Stuart A. Hart, et al. v. State of Montana, et al.
BNSF 173	5217-5220	Complaint and Demand for Jury Trial of William L. Hobbs, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 174	5221-5239	Second Amended Complaint and Demand for Jury Trial of Donald F. Hodges, et al. v. State of Montana, et al.
BNSF 175	5240-5261	Amended Complaint and Jury Demand of Walter Hume, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 176	5262-5273	Complaint and Jury Demand of Walter Hume v. W.R. Grace & Company, et al.
BNSF 177	5274-5284	Complaint and Jury Demand of William J. Hunnewell v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 178	5285-5294	Complaint and Demand for Trial by Jury of Theodore T. Johnson, et al. v. International Paper Company, et al.
BNSF 179	5295-5309	Complaint and Demand for Jury Trial of Patti L. Keeler, et al. v. State of Montana, et al.
BNSF 180	5310-5328	Amended Complaint and Demand for Jury Trial of Patti L. Keeler, et al. v. State of Montana, et al.
BNSF 181	5329-5349	Amended Complaint and Jury Demand of Arnold Kelley, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 182	5350-5370	Amended Complaint and Jury Demand of Carol Kelley, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 183	5371-5391	Complaint and Jury Demand of Lonnie Kelley v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 184	5392-5411	Amended Complaint and Jury Demand of Thomas J. Kelly v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 185	5412-5427	Complaint and Demand for Jury Trial of Gynell D. Kujawa, et al. v. State of Montana, et al.
BNSF 186	5428-5447	Complaint and Jury Demand of Christ Kuntz v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 187	5448-5469	Amended Complaint and Jury Demand of Estate of Steven D. Kvapil, et al. v. Burlington Northern Santa Fe Railway Company, et al.

Confirmation Trial Exhibit (BNSF)	Bates No. (BURL)	Exhibit Description
BNSF 188	5470-5491	Complaint and Jury Demand of Steven D. Kvapil, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 189	5492-5512	Complaint and Jury Demand of Dean Leckrone, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 190	5513-5527	Amended Complaint and Demand for Trial by Jury of Carl M. Lundstrom, et al. v. State of Montana, et al.
BNSF 191	5528-5544	Amended Complaint and Demand for Jury Trial of John A. Martineau, et al. v. State of Montana, et al.
BNSF 192	5545-5559	Third Amended Complaint and Demand for Jury Trial of George L. Masters, et al. v. State of Montana, et al.
BNSF 193	5560-5578	Second Amended Complaint and Demand for Jury Trial of George L. Masters, et al. v. International Paper Company, et al.
BNSF 194	5579-5601	Complaint and Jury Demand of Roy L. McMillan, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 195	5602-5622	Complaint and Jury Demand of Reginald W. McMurdo v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 196	5623-5643	Amended Complaint and Jury Demand of Reginald W. McMurdo v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 197	5644-5664	Amended Complaint and Jury Demand of Genevieve H. Mejie v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 198	5665-5689	Amended Complaint and Jury Demand of Lewis D. Meyer v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 199	5690-5699	Complaint and Demand for Jury Trial of Roland F. Meyer v. BNSF Railway Company, et al.
BNSF 200	5700-5717	Complaint and Demand for Trial by Jury of Gerald H. Michels, et al. v. State of Montana, et al.
BNSF 201	5718-5732	Amended Complaint and Jury Demand of Frederick Miller v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 202	5733-5742	Complaint and Jury Demand of Ted Moos v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 203	5743-5765	Summons of Rosemarie Munsel, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 204	5766-5779	Complaint and Demand for Jury Trial of Rob Neils, et al. v. State of Montana, et al.
BNSF 205	5780-5815	Amended Complaint and Jury Demand of Dee Dee Newmarch v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 206	5816-5827	Complaint and Demand for Trial by Jury of Alvin R. Nicholls, et al. v. International Paper Company, et al.
BNSF 207	5828-5836	Complaint and Demand for Jury Trial of Glynda Olson v. BNSF Railway Company, et al.
BNSF 208	5837-5855	Amended Complaint and Jury Demand of Howard Orr v. Burlington Northern Santa Fe Railway Company, et al.

Confirmation Trial Exhibit (BNSF)	Bates No. (BURL)	Exhibit Description
BNSF 209	5856-5876	Complaint and Jury Demand of Donald A. Peterson v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 210	5877-5898	Amended Complaint and Jury Demand of James R. Peterson v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 211	5899-5912	Complaint and Demand for Jury Trial of Lorainne E. Petrusha, et al. v. State of Montana, et al.
BNSF 212	5913-5926	Amended Complaint and Demand for Jury Trial of Lorainne E. Petrusha, et al. v. State of Montana, et al.
BNSF 213	5927-5942	Amended Complaint and Demand for Jury Trial of Paul R. Price, et al. v. State of Montana, et al.
BNSF 214	5943-5960	Complaint and Demand for Jury Trial of Paul R. Price, et al. v. State of Montana, et al.
BNSF 215	5961-5981	Amended Complaint and Jury Demand of Denise M. Raan v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 216	5982-5998	Amended Complaint and Demand for Jury Trial of Ray Ramel, et al. v. State of Montana, et al.
BNSF 217	5999-6019	Complaint and Jury Demand of Jeff Regh, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 218	6020-6040	Complaint and Jury Demand of John Riewoldt, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 219	6041-6060	Complaint and Demand for Trial by Jury of Vernon F. Riley, et al. v. State of Montana, et al.
BNSF 220	6061-6076	Amended Complaint and Demand for Jury Trial of Guenther E. Schauss, et al. v. State of Montana, et al.
BNSF 221	6077-6098	Complaint and Jury Demand of James Schnetter, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 222	6099-6139	Amended Complaint and Jury Demand of James Schnetter, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 223	6140-6163	Summons of Trevert Shelley, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 224	6164-6186	Second Amended Complaint and Demand for Jury Trial of Brent W. Skramstad, et al. v. State of Montana, et al.
BNSF 225	6187-6205	Amended Complaint and Demand for Jury Trial of Brent W. Skramstad, et al. v. State of Montana, et al.
BNSF 226	6206-6217	Complaint and Demand for Trial by Jury of Lester L. Skramstad, et al. v. International Paper Company, et al.
BNSF 227	6218-6239	Third Amended Complaint and Demand for Trial by Jury of Doloris Spady, et al. v. International Paper Company, et al.
BNSF 228	6240-6260	Amended Complaint and Demand for Trial by Jury of Doloris Spady, et al. v. International Paper Company, et al.
BNSF 229	6261-6276	Amended Complaint and Demand for Jury Trial of Stuart Spady, Sr., et al. v. State of Montana, et al.
BNSF 230	6277-6291	Complaint and Demand for Jury Trial of Stuart Spady, Sr.,

Confirmation Trial Exhibit (BNSF)	Bates No. (BURL)	Exhibit Description
		et al. v. State of Montana, et al.
BNSF 231	6292-6312	Amended Complaint and Jury Demand of Barbara Spencer v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 232	6313-6327	Complaint and Demand for Jury Trial of Kenneth L. Stapley, et al. v. State of Montana, et al.
BNSF 233	6328-6342	Amended Complaint and Demand for Jury Trial of Kenneth L. Stapley, et al. v. State of Montana, et al.
BNSF 234	6343-6356	Complaint and Demand for Jury Trial of Marvin C. Steele, et al. v. State of Montana, et al.
BNSF 235	6357-6369	Complaint and Demand for Jury Trial of Gary D. Swenson, et al. v. State of Montana, et al.
BNSF 236	6370-6389	Amended Complaint and Demand for Trial by Jury of Lois G. Post Theonnes, et al. v. State of Montana, et al.
BNSF 237	6390-6410	Complaint and Jury Demand of Orville Thorn, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 238	6411-6419	Complaint and Demand for Trial by Jury of Richard R. Torgerson, et al. v. International Paper Company, et al.
BNSF 239	6420-6439	Complaint and Demand for Jury Trial of Gerald C. Vaughn, et al. v. International Paper Company, et al.
BNSF 240	6435-6450	Second Amended Complaint and Demand for Jury Trial of Kay Vinson, et al. v. State of Montana, et al.
BNSF 241	6451-6468	Complaint and Demand for Jury Trial of Kay Vinson, et al. v. State of Montana, et al.
BNSF 242	6469-6489	Complaint and Jury Demand of Leonard Vogel v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 243	6490-6514	Amended Complaint and Jury Demand of Michael C. Wagner v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 244	6515-6535	Complaint and Jury Demand of Robert R. Wagner v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 245	6536-6556	Complaint and Jury Demand of Sandra S. Wagner v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 246	6557-6570	Complaint and Jury Demand of Dennis Welch v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 247	6571-6590	Complaint and Jury Demand of Robert J. Welch v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 248	6591-6611	Complaint and Jury Demand of Don Wilkins and Eugene Braley v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 249	6612-6634	Complaint and Jury Demand of James Wilkins, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 250	6635-6649	Amended Complaint and Demand for Jury Trial of Margaret J. Wright, et al. v. State of Montana, et al.
BNSF 251	6650-6668	Second Amended Complaint and Demand for Jury Trial of Margaret J. Wright, et al. v. State of Montana, et al.
BNSF 252	6669-6689	Amended Complaint and Jury Demand of Deborah Zahner

Confirmation Trial Exhibit (BNSF)	Bates No. (BURL)	Exhibit Description
		v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 253	6690-6710	Complaint and Jury Demand of Carol Kelley, et al. v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 254	6711-6730	Second Amended Complaint and Demand for Jury Trial of Carl M. Lundstrom, et al. v. State of Montana, et al.
BNSF 255	6731-6745	Complaint and Demand for Jury Trial of Carl M. Lundstrom, et al. v. State of Montana, et al.
BNSF 256	6746-6767	Complaint and Demand for Jury Trial of Duane R. Erikson, et al. v. State of Montana, et al.
BNSF 257	6768-6781	Complaint and Jury Demand of Albert J. Fantozzi v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 258	6782-6799	Complaint and Jury Demand of Francis E. Cole v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 259	6800-6813	Complaint and Jury Demand of Frederick Miller v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 260	6814-6831	Amended Complaint and Demand for Jury Trial of George L. Masters, et al. v. International Paper Company, et al.
BNSF 261	6832-6847	Complaint and Demand for Jury Trial of George L. Masters, et al. v. International Paper Company, et al.
BNSF 262	6848-6866	Complaint and Jury Demand of James R. Peterson v. W.R. Grace Company (Connecticut), et al.
BNSF 263	6867-6886	Amended Complaint and Demand for Jury Trial of Loren Kujawa, et al. v. State of Montana, et al.
BNSF 264	6887-6907	Second Amended Complaint and Demand for Jury Trial of John Martineau, et al. v. State of Montana, et al.
BNSF 265	6908-6924	Complaint and Demand for Jury Trial of John Martineau, et al. v. State of Montana, et al.
BNSF 266	6925-6943	Complaint and Jury Demand of Myra E. Cole v. Burlington Northern Santa Fe Railway Company, et al.
BNSF 267	6944-6962	Amended Complaint and Demand for Jury Trial of Rob Neils, et al. v. State of Montana, et al.
BNSF 268	6963-6980	Complaint and Jury Demand of Dee Dee Newmarch v. W.R. Grace Company (Connecticut), et al.
BNSF 269	6981-6997	First Amended Complaint and Demand for Jury Trial of Alvin Nicholls, et al. v. State of Montana, et al.
BNSF 270	6998-7014	Complaint and Demand for Jury Trial of Howard Orr v. International Paper Company, et al.
BNSF 271	7015-7033	Second Amended Complaint and Demand for Jury Trial of Robert Petrusha, et al. v. State of Montana, et al.
BNSF 272	7034-7052	Complaint and Jury Demand of Denise M. Raan v. W.R. Grace Company (Connecticut), et al.
BNSF 273	7053-7071	Second Amended Complaint and Demand for Jury Trial of Ray Ramel, et al. v. State of Montana, et al.
BNSF 274	7072-7091	Second Amended Complaint and Demand for Jury Trial of Guenther E. Schauss, et al. v. State of Montana, et al.
BNSF 275	7092-7111	Complaint and Demand for Jury Trial of Guenther E.

Confirmation Trial Exhibit (BNSF)	Bates No. (BURL)	Exhibit Description
		Schauss, et al. v. State of Montana, et al.
BNSF 276	7112-7134	Second Amended Complaint and Demand for Jury Trial of Doloris Spady, et al. v. International Paper Company, et al.
BNSF 277	7135-7146	Complaint and Demand for Jury Trial of Doloris Spady, et al. v. International Paper Company, et al.
BNSF 278	7147-7162	Complaint and Jury Demand of Barbara Spencer v. WR Grace Company (Connecticut), et al.
BNSF 279	7163-7179	Complaint and Demand for Jury Trial of Thomas J. Kelly v. International Paper Company, et al.
CNA017(A)		CNA Excess Policy -Boston Old Colony LX2666569 (07/17/1974 - 06/30/1977) (CONFIDENTIAL)
CNA017(B)		CNA Excess Policy Harbor Insurance Co. 120346 (07/17/1974 - 06/30/1977) (CONFIDENTIAL)
CNA017(C)		CNA Excess Policy -Continental Casualty Co. RDX1788117 (06/30/1977 -06/30/1978) (CONFIDENTIAL)
CNA017(D)		CNA Excess Policy (CONFIDENTIAL) RDX1788118 (06/30/1977 -06/30/1978)
CNA017(E)		CNA Excess Policy -Continental Casualty Co. RDX1784282 (06/30/1979 -06/30/1980) (CONFIDENTIAL)
CNA017(F)		CNA Excess Policy -Continental Casualty Co. RDX1784981 (06/30/1980 -06/30/1982) (CONFIDENTIAL)
CNA017(G)		CNA Excess Policy -Buffalo Reinsurance Co. BRS07551 (06/30/1981-06/30/1982) (CONFIDENTIAL)
CNA017(H)		CNA Excess Policy -Continental Insurance Co. SRX3193093 (06/30/1981 - 06/30/1982) (CONFIDENTIAL)
CNA017(I)		CNA Excess Policy -London Guarantee LX3193640 (06/30/1981 - 06/30/1982) (CONFIDENTIAL)
CNA017(J)		CNA Excess Policy -Continental Casualty Co. RDX1785056 (06/30/1982 -06/30/1983) (CONFIDENTIAL)
CNA017(K)		CNA Excess Policy -Buffalo Reinsurance Co. BRS08040 (06/30/1982 -06/30/1983) (CONFIDENTIAL)
CNA017(L)		CNA Excess Policy -Continental Insurance Co. SRX1591702 (06/30/1982 -06/30/1983) (CONFIDENTIAL)
CNA017(M)		CNA Excess Policy -London Guarantee LX1898010 (06/30/1982 -06/30/1983) (CONFIDENTIAL)
CNA017(N)		CNA Excess Policy -Continental Casualty Co. RDX1785096 (06/30/1983 -06/30/1984) (CONFIDENTIAL)
CNA017(O)		CNA Excess Policy Continental Insurance Co. SRX1591976

Confirmation Trial Exhibit (BNSF)	Bates No. (BURL)	Exhibit Description
		(06/30/1983 - 06/30/1984) (CONFIDENTIAL)
CNA017(P)		CNA Excess Policy London Guarantee LX2107836 (06/30/1983 -06/30/1984) (CONFIDENTIAL)
CNA018(A)		First Layer Excess Policy Underlying CNA Coverage – Unigard Mutual Insurance Co. 1-2517 (06/30/1974 - cancelled) (CONFIDENTIAL)
CNA018(B)		First Layer Excess Policy Underlying CNA Coverage- Northbrook Insurance Co. 63-001-170 (06/30/1975 - 06/30/1976) (CONFIDENTIAL)
CNA018(C)		First Layer Excess Policy Underlying CNA Coverage – Lloyds of London 76DD1594C (06/30/1976 -06/30/1979) (CONFIDENTIAL)
CNA018(D)		First Layer Excess Policy Underlying CNA Coverage – Lloyds of London 79DD1633C (06/30/1979 -06/30/1982) (CONFIDENTIAL)
CNA018(E)		First Layer Excess Policy Underlying CNA Coverage – Lloyds of London KY017582 (06/30/1982 -06/30/1985) (CONFIDENTIAL)
CNA019(A)		CNA Primary Policy Continental Casualty Co. CCP902-36-70 6/30/1973 - 06/30/1976 (CONFIDENTIAL)
CNA019(B)		CNA Primary Policy -Continental Casualty Co. CCP 2483440 6/30/1976 -06/30/1983 (CONFIDENTIAL)
CNA019(C)		CNA Primary Policy -Continental Casualty Co. CCP2483440 6/30/1983 - 6/30/1985 (CONFIDENTIAL)



Dated: February 15, 2011  
Wilmington, DE

Respectfully submitted,

PEPPER HAMILTON LLP

/s/ James C. Carignan

James C. Carignan (No. 4230)  
Hercules Plaza, Suite 5100  
1313 N. Market Street  
P.O. Box 1709  
Wilmington, DE 19899-1709  
(302) 777-6500

Edward C. Toole, Jr., Esq.  
Linda J. Casey, Esq.  
3000 Two Logan Square  
18<sup>th</sup> & Arch Streets  
Philadelphia, PA 19103  
Tel.: 215-981-4000  
Fax: 215-981-4750

*Counsel to BNSF Railway Company*

- and -

Robert J. Phillips, Esq.  
PHILLIPS LAW FIRM P.C.  
283 West Front Street, Suite 301  
P.O. Box 8569  
Missoula, Montana 59807-8569  
Telephone: 406-721-7880  
Facsimile: 406-721-0058

*Co-counsel to BNSF Railway Company*

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